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January 18, 2006

Marlene H. Dortch, Secretary Federal Communications Commission 445 12th Street, S.W. Washington, D.C. 20554

RE: Carrier Change Notification of TelNet Worldwide, Inc. CC Docket No. 00-257

Dear Ms. Dortch:

Pursuant to the Commission's rules as set forth in 47 C.F.R. § 64.1120(e), TelNet Worldwide, Inc. ("TelNet") herein notifies the Commission that its acquisition of Superior Technologies, Inc. d/b/a Superior Spectrum, Inc. ("Superior Spectrum") will result in the transfer of the subscriber base of Superior Spectrum to TelNet.

In compliance with 47 C.F.R. § 64.1120(e)(1), TelNet provides the following information:

1. Names of the Parties to the Transaction:

<u>Acquiring Carrier</u> <u>Transferring Carrier</u>

TelNet Worldwide, Inc. Superior Technologies, Inc. d/b/a Superior Spectrum, Inc.

2. Types of Telecommunications Services to be Provided to the Affected Subscribers:

Interstate and intrastate long distance and competitive local exchange telecommunications services.

3. Date of the Transfer of the Subscriber Base to the Acquiring Carrier:

On or after February 17, 2006, depending upon receipt of all regulatory approvals.

4. Certification of Compliance:

See Attachment A.

5. Copy of the Notice Sent to the Affected Subscribers

See Attachment B.

Please direct any questions concerning this matter to me at the above address or by telephone at (260) 894-9836.

Very Truly Yours,

LAW OFFICE OF GARY L. FIELD, PLLC

Gary A. Gensch, Jr. Counsel for TelNet Worldwide, Inc

GAG/tab Enclosure

ATTACHMENT A

CERTIFICATION

I hereby certify that TelNet Worldwide, Inc. is in compliance with the requirement to provide advance subscriber notice in accordance with Section 64.1120(e)(3) of the Commission's rules, with the obligations specified in that notice, and with other statutory and Commission requirements that apply to this streamlined process for a telecommunications carrier's acquisition of another carrier's subscriber base without obtaining each subscriber's authorization and verification.

I further certify that the statements within the foregoing document are true, complete, and correct to the best of my knowledge.

Mark Iannuzzi

President

TelNet Worldwide, Inc.

ATTACHMENT B

AN IMPORTANT NOTICE REGARDING YOUR TELEPHONE SERVICE FROM SUPERIOR SPECTRUM AND TELNET WORLDWIDE

Dear Valued Customer:

January 16, 2006

Superior Spectrum is pleased to inform you that TelNet Worldwide, Inc. of Troy, MI has agreed to acquire the assets of Superior Spectrum. Your local exchange and/or long distance service will continue to be provided under the Superior Spectrum name and continue to be serviced through our office in Marquette.

TelNet Worldwide is a telecommunications provider based in Michigan and focused on the Great Lakes region. TelNet Worldwide offers a comprehensive set of voice, data, Internet, and infrastructure services to wholesale, business, and residential markets. TelNet Worldwide is a proven telecommunications leader that designs, engineers, and builds innovative communications solutions tailored to meet customer needs, and is dedicated to being the provider of choice for innovative, value-based communications solutions with outstanding customer service and support.

Subject to obtaining regulatory approval, Superior Spectrum and TelNet Worldwide expect that the transfer of your service will occur on or after February 17, 2006. Your local telephone number(s) will NOT change as a result of the transfer. Upon completion of the transfer, your sevice will be provided to you according to the same rates, terms, and conditions by which you are currently receiving service. Notice of any future changes in rates, terms, and conditions will be provided to you by mail or in your bill, or as otherwise indicated in your service contract, if any. TelNet Worldwide is also acquiring Superior Spectrum's name; the <u>name</u> of your telephone service provider will continue to be <u>Superior Spectrum</u>.

As always, you have the right to choose another provider for your telephone services at any time if an alternative provider is available, subject to the terms of your service contract, if any. Unless you have selected a different provider before the transfer date, your service will be transferred to TelNet Worldwide, which will then continue to provide you service under the Superior Spectrum name. TelNet Worldwide will be responsible for any carrier change charges associated with the transfer. If you have previously arranged a preferred carrier freeze on your local or long distance services to prevent their transfer to another carrier, the freeze will be lifted in order to complete the transition of services. Please contact us if you would like to reestablish your preferred carrier freeze after the transfer is complete.

TelNet Worldwide will be responsible for any complaints or other customer service inquiries you may have both prior to and after the transfer. However, because TelNet Worldwide is adopting the Superior Spectrum name and your account will continue to be serviced from our Marquette office, you should address any such complaints or inquiries, both prior to and after the transfer, to Superior Spectrum's current customer service numbers at 1-906-227-7770 or 1-800-433-6748 or you may visit our office at 1010 West Washington St. in Marquette, MI.

TelNet Worldwide looks forward to serving you.